

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

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<i>In re</i>	:	<b>Chapter 11</b>
	:	
TECT AEROSPACE GROUP HOLDINGS,	:	<b>Case No. 21-10670 (KBO)</b>
INC., <i>et al.</i> ,	:	
	:	<b>Jointly Administered</b>
<b>Debtors.</b> <sup>1</sup>	:	
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**NOTICE OF PROPOSED SALE,  
BIDDING PROCEDURES, AUCTION AND SALE HEARING**

PLEASE TAKE NOTICE that, on April 5, 2021, the above-captioned debtors (the “**Debtors**”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that, on May 7, 2021, the Debtors filed a motion [D.I. 152] (the “**Bidding Procedures Motion**”)<sup>2</sup> with the Court seeking entry of an order, among other things, granting the following relief in connection with the Debtor’s proposed sale of the Debtors’ assets related to their Everett, Washington manufacturing business (the “**Sale**”, and the assets, the “**Assets**”): (a) approving the Bidding Procedures pursuant to which the Debtors will solicit and select the highest and otherwise best offer for the Sale; (b) approving entry into a stalking horse asset purchase agreement for the Sale of the Assets (the “**Stalking Horse Agreement**”); (c) scheduling and conducting an auction (the “**Auction**”), if necessary; (d) approving the form and manner of notice of the Sale; (e) approving assumption and assignment procedures for executory contracts and unexpired leases in connection with the Sale; and (f) scheduling a hearing (the “**Sale Hearing**”) to approve the Sale.

PLEASE TAKE FURTHER NOTICE that, on May 25, 2021, the Court entered an order [D.I. 206] (the “**Bidding Procedures Order**”) approving, among other things, the Bidding Procedures, which are attached as Exhibit 1 to the Bidding Procedures Order and establish the key dates and deadlines related to the Sale and the Auction. All interested bidders should carefully read the Bidding Procedures Order and the Bidding Procedures in their entirety.

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: TECT Aerospace Group Holdings, Inc. (9338); TECT Aerospace Kansas Holdings, LLC (4241); TECT Aerospace Holdings, LLC (9112); TECT Aerospace Wellington Inc. (4768); TECT Aerospace, LLC (8650); TECT Hypervelocity, Inc. (8103); and Sun Country Holdings, LLC (6079). The Debtors’ mailing address is 300 W. Douglas, Suite 100, Wichita, KS 67202.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings given to those terms in the Bidding Procedures Motion.



**PLEASE TAKE FURTHER NOTICE** that, the Sale will be free and clear of any and all pledges, liens, security interests, encumbrances, claims, charges, options, and interests thereon to the maximum extent permitted by section 363 of the Bankruptcy Code.

**Information for Parties Interested in Submitting a Bid**

The Bidding Procedures set forth the requirements for becoming a Qualified Bidder and submitting a Qualified Bid, and any party interested in making an offer to purchase the Assets must comply strictly with the Bidding Procedures. Only Qualified Bids will be considered by the Debtors in accordance with the Bidding Procedures.

**Any interested bidder should contact, as soon as possible, by e-mail:** investment banker for the Debtors, Imperial Capital, LLC, Attn: Timothy O'Connor ([toconnor@imperialcapital.com](mailto:toconnor@imperialcapital.com)), Sunny Cheung ([scheung@imperialcapital.com](mailto:scheung@imperialcapital.com)), and David Burns ([dburns@imperialcapital.com](mailto:dburns@imperialcapital.com)).

Copies of the Bidding Procedures Motion, the Bidding Procedures Order, the Bidding Procedures, as well as all related exhibits, including the Stalking Horse Agreement and all other documents filed with the Court, are available free of charge on the Debtors' case information website: <http://www.kccllc.net/TECTAerospace>.

**Important Dates and Deadlines**

1. **Bid Deadline.** The deadline to submit a Qualified Bid is **June 10, 2021 at 4:00 p.m. (prevailing Eastern Time)**.
2. **Auction.** If the Debtors timely receive one or more Qualified Bids in addition to the Stalking Horse Bid, subject to the satisfaction of any further conditions set forth in the Bidding Procedures, the Debtors intend to conduct an Auction for the Assets. The Auction, if held, will begin at **10:00 a.m. (prevailing Eastern Time) on June 14, 2021** and will be conducted virtually. Consistent with the Bidding Procedures, the Debtors may adjourn or continue the Auction from time to time and will provide notice of the same.
3. **Sale Objections and Auction Objections.** The deadline to file an objection with the Court to the Sale, the Stalking Horse Bidder, or the Sale with the Stalking Horse Bidder ("**Sale Objections**") is **4:00 p.m. (prevailing Eastern Time) on June 10, 2021**. If an Auction is held, parties may file objections regarding the conduct of the Auction, the Successful Bidder (other than the Stalking Horse Bidder), or the Sale with the Successful Bidder (other than the Stalking Horse Bidder) ("**Auction Objections**") on or prior to **4:00 p.m. (prevailing Eastern Time) on June 21, 2021**.
4. **Sale Hearing.** A hearing to consider approval of the Sale to the Successful Bidder will be held before the Court on **June 24, 2021 at 11:00 a.m. (prevailing Eastern Time)**, or at such other date and time as determined by the Court. The Sale Hearing may be conducted virtually via Zoom, access instructions for which will be provided by a hearing agenda filed on the Court's docket.

**Filing Objections**

Sale Objections and Auction Objections must (a) be in writing, (b) state, with specificity, the legal and factual bases thereof, (c) conform to the Bankruptcy Code, Bankruptcy Rules, and Local Rules, (d) be filed with the Court by no later than the applicable objection deadline, and (e) be served in accordance with the Local Rules on (i) counsel for the Debtors, Richards, Layton & Finger, P.A., Attn: Daniel J. DeFranceschi ([defranceschi@rlf.com](mailto:defranceschi@rlf.com)), Paul N. Heath ([heath@rlf.com](mailto:heath@rlf.com)), and Christopher M. De Lillo ([delillo@rlf.com](mailto:delillo@rlf.com)); (ii) the U.S. Trustee, Attn: Linda Casey ([linda.casey@usdoj.gov](mailto:linda.casey@usdoj.gov)); (iii) counsel to the Committee, (1) Kilpatrick Townsend & Stockton LLP, Attn: David M. Posner ([dposner@kilpatricktownsend.com](mailto:dposner@kilpatricktownsend.com)) and Gianfranco Finizio ([gfinizio@kilpatricktownsend.com](mailto:gfinizio@kilpatricktownsend.com)), and (2) Womble Bond Dickinson (US) LLP, Attn: Matthew P. Ward ([matthew.ward@wbd-us.com](mailto:matthew.ward@wbd-us.com)) and Morgan L. Patterson ([morgan.patterson@wbd-us.com](mailto:morgan.patterson@wbd-us.com)); (iv) counsel to the Stalking Horse Bidder, Karr Tuttle Campbell, Attn: Bruce Leaverton ([bleaverton@karrtuttle.com](mailto:bleaverton@karrtuttle.com)) and Christian Weinmann ([cweinmann@karrtuttle.com](mailto:cweinmann@karrtuttle.com)); (v) counsel to the Successful Bidder(s), if other than the Stalking Horse Bidder; (vi) counsel to the Back-up Bidder(s), if any; and (vii) counsel to the DIP Agent, (1) The Boeing Company, Attn: Christopher A. Glass ([Christopher.A.Glass@boeing.com](mailto:Christopher.A.Glass@boeing.com)), (2) Perkins Coie LLP, Attn: Alan D. Smith ([ADSmith@perkinscoie.com](mailto:ADSmith@perkinscoie.com)), and (3) Young Conaway Stargatt & Taylor, LLP, Attn: Kenneth J. Enos ([kenos@yest.com](mailto:kenos@yest.com)).

**Any party that fails to make a timely Sale Objection or Auction Objection on or before the applicable objection deadline in accordance with the Bidding Procedures Order and this Notice shall be barred from asserting its objection, including with respect to the transfer of the Assets free and clear of all liens, claims, encumbrances, and other interests.**

Dated: May 27, 2021  
Wilmington, Delaware

/s/ Christopher M. De Lillo  
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*Attorneys for the Debtors and Debtors in Possession*